(With summarized comparative information for the fiscal year ended June 30, 2015)

(With summarized comparative information for the fiscal year ended June 30, 2015)

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Independent Auditor's Report

Board of Directors Free Spirit Media, NFP 1327 W. Washington #103B Chicago, Illinois 60607

I have audited the accompanying financial statements of Free Spirit Media, NFP (FSM), an Illinois nonprofit organization, which comprise of the statement of financial position as of June 30, 2016, and the related statements of activities and cash flows for the fiscal year then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

My responsibility is to express an opinion on these financial statements based on my audit. I conducted my audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that I plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, I express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my audit opinion.

Opinion

In my opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Free Spirit Media, NFP as of June 30, 2016, and the changes in its net assets and its cash flows for the fiscal year then ended in accordance with accounting principles generally accepted in the United States of America.

Report on Prior Year Summarized Comparative Information

The prior year summarized comparative information has been derived from FSM's June 30, 2015 financial statements and, in my report dated August 20, 2015, I expressed an unqualified opinion on those financial statements.

James M. Babic, PC

August 31, 2016

FREE SPIRIT MEDIA, NFP STATEMENT OF FINANCIAL POSITION AS OF JUNE 30, 2016

(With summarized comparative totals as of June 30, 2015)

			Total as of					
	_t	Inrestricted		Temporarily Restricted	_	Total	Ju	ne 30, 2015
<u>ASSETS</u>								
Current assets:								
Cash (Note 5)	\$	611,057	\$	156,625	\$	767,682	\$	564,080
Certificate of deposit, original term		50.000				5 0.000		
to maturity of one year or less		50,000		-		50,000		0.002
Investments (Note 6) Grant and contract fees receivable, net of allowance for uncollectible receivables of \$ZERO and \$1,861 as of June 30, 2016 and		12,078		-		12,078		9,992
June 30, 2015, respectively		213,353		57,500		270,853		357,620
Pledge receivable within one year		213,333		<i>31,300</i>		270,033		150,000
Prepaid expenses and other		7,239		_		7,239		8,150
Total current assets		893,727		214,125		1,107,852		1,089,842
Video production and office equipment, net of accumulated depreciation (Note 7)		116,248				116,248		71,507
Other assets: Certificate of deposit, original term to maturity of more than one year Office lease security deposit		500		-		500		133,120 500
• •	-		-		-			
Total other assets		500				500		133,620
Total assets	\$	1,010,475	\$	214,125	\$	1,224,600	\$	1,294,969
<u>LIABILITIES AND NET ASSETS</u> Current liabilities:								
Accounts payable	\$	47,126	\$	-	\$	47,126	\$	129,841
Accrued expenses		23,186		-		23,186		28,281
Deferred revenues (Note 8)		-		-		-		17,075
Funds held as custodian (Note 9)		636		-		636		636
Total current liabilities		70,948				70,948		175,833
Net assets		939,527		214,125	_	1,153,652		1,119,136
Total liabilities and net assets	\$	1,010,475	\$	214,125	\$	1,224,600	\$	1,294,969

FREE SPIRIT MEDIA, NFP STATEMENT OF ACTIVITIES AND CHANGE IN NET ASSETS

FOR THE FISCAL YEAR ENDED JUNE 30, 2016

(With summarized comparative totals for the fiscal year ended June 30, 2015)

	Fiscal Y	Total for Fiscal		
Public support and revenue:	Unrestricted	Temporarily Restricted	Total	Year Ended Ended June 30, 2015
Public support:				
Grants and contributions (Note 10) Fundraising events,	\$ 792,104	\$ 214,125	\$ 1,006,229	\$ 1,172,213
net of direct expenses (Note 11)	68,729	-	68,729	69,493
Total public support	860,833	214,125	1,074,958	1,241,706
Net assets released from restrictions upon satisfaction of program requirements	406,375	(406,375)		<u>-</u> _
Revenue:				
Contract fees and awards (Note 10)	591,282	_	591,282	516,166
Interest income	1,058	_	1,058	1,177
Investments, unrealized gains and dividends	538	-	538	2,278
Expense reimbursements and other	10,718	-	10,718	11,953
Total revenues	603,596		603,596	531,574
Total public support and revenues	1,870,804	(192,250)	1,678,554	1,773,280
Expenses:				
Program services:				
In-school programs	448,168	-	448,168	390,392
After-school and summer programs	361,157	-	361,157	353,965
FSM Productions	213,493	-	213,493	201,314
Special Projects	392,079	-	392,079	320,751
Total program services expenses	1,414,897		1,414,897	1,266,422
Supporting services:				
General management & administration	106,606	_	106,606	74,239
Resource development	122,535	-	122,535	117,358
Total supporting services expenses	229,141		229,141	191,597
Total expenses	1,644,038		1,644,038	1,458,019
Net increase (decrease) in net assets	226,766	(192,250)	34,516	315,261
Net assets:				
Beginning of the year	712,761	406,375	1,119,136	803,875
End of the year	\$ 939,527	\$ 214,125	\$ 1,153,652	\$ 1,119,136

The accompanying notes are an integral part of these financial statements

FREE SPIRIT MEDIA, NFP STATEMENT OF FUNCTIONAL EXPENSES FOR THE FISCAL YEAR ENDED JUNE 30, 2016

(With comparative totals for the fiscal year ended June 30, 2015)

				PROGR	RAM SI	ERVICES	S			SUPPORTING SERVICES					GRAND TOTALS				
			Α	fter- School				Total		General			Total						
		In-School	a	nd Summer	FSI	M	Special	Program		Mgmt. &		Resource	Supporting						
	_	Programs		Programs	Produc	tions	Projects	Services		Admin.	[Development	Services		2016	2015			
Staff salaries	\$	288,407	\$	208,074 \$	12	2,820 \$	232,550 \$	851,851	\$	49,564	\$	80,538 \$	130,102	2 \$	981,953 \$	948,957			
Employer payroll taxes	Ψ	24,799	Ψ	17,737		1,635	20,731	74,902		4,076		6,254	10,330		85,232	81,622			
Staff fringe benefits		20,505		28,020		1,525	24,983	85,033		31,717		9,602	41,319		126,352	120,339			
Contract services and stipends		36,654		29,854		2,268	14,597	113,373		1,036		1,759	2,795		116,168	67,435			
Professional fees		3,366		2,500	3	962	2,013	8,841		4,456		769	5,225		14,066	36,808			
Program expenses		21,211		34,938	1	3,786	67,336	137,271		136		899	1,035		138,306	80,537			
Facility occupancy (Note 12)		16,141		13,490		4,021	6,514	40,166		2,808		3,158	5,966		46,132	11,098			
Insurance		6,221		4,621		1,777	2,889	15,508		889		1,422	2,311		17,819	17,064			
Supplies		2,072		1,985		658	1,263	5,978		850		891	1,741		7,719	4,554			
Travel		2,442		1,522		3,301	5,101	12,366		243		565	808		13,174	18,552			
Equipment rent, maintenance		2,442		1,322		3,301	3,101	12,300	•	243		303	300	,	13,174	10,332			
and purchases		1,920		1,249		531	1,158	4,858		107	,	172	279)	5,137	293			
Depreciation Depreciation		9,965		7,402		2,847	4,555	24,769		942		2,279	3,221		27,990	18,387			
Telecommunications		6,634		4,928		2,847 1,896	3,033	16,491		1,068		1,517	2,585		19,076	10,467			
Postage and courier		183		102		231	58	574		1,008		395	505		1,079	2,556			
Printing and photocopying		512		380		168	782	1,842		166		4,731	4,897		6,739	8,141			
Marketing and media outreach		621		462		623	816	2,522		91		942	1,033		3,555	5,985			
Conference & meetings		4,987		2,524		1,384	3,149	12,044		888		2,985	3,873		15,917	7,413			
Van operations, repairs,		4,967		2,324		1,364	3,149	12,044	•	000	•	2,963	3,673	,	13,917	7,413			
and maintenance		184		145		39	65	433		2,093		21	2,114	ı	2,547	6,207			
Write-off of uncollectible		104		143		39	03	433		2,093		21	2,114	٠	2,347	0,207			
receivables						2,500		2,500		3,500			3,500	`	6,000	1,861			
		1 244		1 224		2,300 521	106	,				2 626			,	· · · · · · · · · · · · · · · · · · ·			
Miscellaneous	_	1,344	_	1,224			486	3,575		1,866		3,636	5,502	<u>-</u> -	9,077	9,743			
Total functional expenses	\$_	448,168	\$	361,157 \$	21	3,493 \$_	392,079 \$	1,414,897	\$	106,606	s\$	122,535 \$	229,141	\$	1,644,038 \$	1,458,019			

FREE SPIRIT MEDIA, NFP STATEMENT OF CASH FLOWS FOR THE FISCAL YEARS ENDED JUNE 30, 2016 AND JUNE 30, 2015

		Fiscal ear Ended e 30, 2016	Fiscal ear Ended e 30, 2015
CASH FLOW FROM OPERATING ACTIVITIES: Net increase in net assets	\$	34,516	\$ 315,261
Adjustments to reconcile change in net assets to cash provided by (used in) operating activities: Depreciation Investments, unrealized gains and dividends reinvested		27,990 (538)	18,387 (2,442)
(Increase) decrease in: Grant and contract fees receivable Pledge receivable within one year Prepaid expenses and other		86,767 150,000 911	(117,340) (110,000) 12,300
Increase (decrease) in: Accounts payable Accrued expenses Deferred revenues Funds held as custodian		(82,715) (5,095) (17,075)	49,352 7,844 (2,925) (89)
NET CASH PROVIDED BY OPERATING ACTIVITIES		194,761	170,348
CASH FLOW PROVIDED BY (USED IN) INVESTING ACTIVITIES Purchases of equipment Donation of securities Proceeds, sale of certificate of deposit Purchase certificate of deposit Purchase certificate of deposit, interest reinvested Net cash provided by (used in) investing activities	_	(72,730) (1,550) 133,521 (50,000) (400) 8,841	(38,932) (1,576) - (531) (41,039)
NET INCREASE IN CASH		203,602	129,309
CASH, BEGINNING OF THE YEAR		564,080	 434,771
CASH, END OF THE YEAR	\$	767,682	\$ 564,080

NOTE 1 - HISTORY AND NATURE OF THE ORGANIZATION

Free Spirit Media, NFP (FSM) was incorporated on May 23, 2001 under the 1987 General Not-For-Profit-Act of Illinois. FSM partners with schools and organizations to provide education, access, and opportunity in media production to under-served urban youth. The mission of FSM is to cultivate diverse youth voices to transform media and society.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of accounting

The financial statements are prepared on the accrual basis of accounting.

Basis of presentation

Financial statement presentation follows the Financial Accounting Standards Board Accounting Standards Codification (FASB ASC) No. 958-605 and No. 958-205.

Under FASB ASC No. 958-605 contributions are recognized in the period received, or in the period in which an unconditional promise to give is made.

Under FASB ASC 958-205, FSM is required to report information regarding its financial position according to three classes of net assets: unrestricted net assets, temporarily restricted net assets, and permanently restricted net assets. Classification of net assets as unrestricted, temporarily restricted, or permanently restricted is based on the absence or existence of donor imposed restrictions.

Donor-imposed restrictions

All contributions are considered to be available for unrestricted use unless specifically restricted by the donor. Amounts received that are designated for future periods or restricted by the donor for specific purposes are reported as temporarily restricted or permanently restricted support that increases those net asset classes. However, restricted support that is received and fulfilled within the same fiscal year is reported as unrestricted.

Income taxes

FSM is exempt from federal taxes under Section 501(c)3 of the Internal Revenue Code. It qualifies for charitable contributions under Section 170(b)(1)(A), and has been classified as an organization that is not a private foundation under Section 509(a)(2). FSM's management has determined that FIN 48, which addresses accounting for uncertainty in income taxes, has no effect on its financial statements due to FSM's tax-exempt status.

Use of estimates

The preparation of financial statements in conformity with generally accepted accounting principles may require management to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenues, and expenditures. Actual results could differ from those estimates.

Expense allocation

The cost of providing various programs and other activities have been summarized on a functional basis in the Statement of Activities and in the Statement of Functional Expenses. Accordingly, certain costs have been allocated among the programs and supporting services benefited.

Subsequent Events

FSM has evaluated subsequent events through August 31, 2016, the date financial statements were available to be issued.

NOTE 3 - PRIOR YEAR SUMMARIZED INFORMATION

The financial statements include certain prior-year summarized information presented for comparative purposes. Such comparative information is in total but not by net asset class, and therefore, does not include sufficient detail to constitute a presentation in conformity with generally accepted accounting principles. Accordingly, such information should be read in conjunction with FSM's financial statements for the fiscal year ended June 30, 2015, from which the summarized information was derived.

NOTE 4 - TEMPORARILY RESTRICTED NET ASSETS

Temporarily restricted net assets as of June 30, 2016 are available for the following specific program services:

Support Programs at North Lawndale College Preparatory Charter High School	\$ 53,125
Youth Digital Media	20,000
After School and Summer Programs	28,500
Pathways Programming	35,000
General Program Support	62,500
Internships	15,000
Total temporarily restricted net assets	\$ 214,125

NOTE 5 - CASH

Cash consists of interest bearing and non-interest bearing demand deposits in financial institutions that are insured by the FDIC up to \$250,000. As of June 30, 2016 the uninsured amount of interest bearing and non-interest bearing demand deposits in financial institutions was \$364,671. FSM has not experienced a loss, and believes it is not exposed to any significant risk of loss on such bank balances.

NOTE 6 - INVESTMENTS

Investments consist entirely of unrestricted donations of stock in publicly-traded U.S. based corporations. The donated stock is presented on the statement of financial position at fair market value as of June 30, 2016 and June 30, 2015.

NOTE 7 - VIDEO PRODUCTION AND OFFICE EQUIPMENT, net of accumulated depreciation

Purchased video production and office equipment is recorded at cost. Contributed video production and office equipment is recorded at the estimated fair market value on the date of receipt. Depreciation is provided on a straight-line basis over the estimated five-year useful life of the asset. Generally FSM capitalizes asset purchases or donations with a cost or estimated fair market value of \$1,000 or more. As of June 30, 2016 and June 30, 2015 video production and office equipment and related accumulated depreciation were as follows:

	_	06/30/2016	_	06/30/2015
Video production and office equipment, at cost	\$	232,706	\$	159,975
Less accumulated depreciation		116,458	_	88,468
Video production and office equipment at cost,				
net of accumulated depreciation	\$	116,248	\$	71,507

NOTE 8 - DEFERRED REVENUES

Deferred revenues consists entirely of contract proceeds received for contracts in progress as of June 30, 2015 in excess of related direct contract costs incurred through June 30, 2015. These deferred revenues were recognized as revenue in the succeeding fiscal year when work on these contracts was completed.

NOTE 9 - FUNDS HELD AS CUSTODIAN

Chicago Youth Voices Network (CYVN) is a collaborative of several organizations, including FSM. FSM has volunteered to act as custodian of the collaborative's cash management duties. Upon discontinuance of CYVN, unspent funds, if any, will be distributed to CYVN's collaborative organizations. Accordingly, revenues and expenses related to CYVN are not included in FSM's statement of activities and net assets.

NOTE 10 - GRANTS AND CONTRIBUTIONS, AND CONTRACT FEES AND AWARDS

FSM recognized grants and contributions, and contract fees and awards from the following benefactors for the fiscal years ended June 30, 2016 and June 30, 2015:

Grants and contributions:	06/30/2016	06/30/2015
Alphawood Foundation Chicago	30,000 \$	30,000
Annie E. Casey Foundation	-	75,000
Bank of America	12,000	10,000
Blue Cross and Blue Shield of Illinois	20,000	-
BMO Harris Bank	11,000	10,000
Chicago Community Foundation, Chicago Hive Fund for Connected Learning .	50,000	41,000
Chicago Community Trust	-	67,900
Chicago Community Trust, E. and L. Volwiler Fund	40,000	-
Childrens' Care Foundation	30,000	25,000
City of Chicago, Dept. of Cultural Affairs and Special Events	57,500	-
The Crown Family	75,000	50,000
Dr. Scholl Foundation	10,000	-
Emerson Collective	20,000	-
Field Foundation of Illinois	-	26,250
Illinois Arts Council	-	18,400
Impact 100 of Chicago, NFP	100,000	-
Mardi Gras Fund	8,000	-
Robert R. McCormick Foundation	-	300,000
Northern Trust Charitable Trust	-	15,000
Paul M. Angel Family Foundation	65,000	-
Pert Foundation	25,000	25,000
Polk Bros. Foundation	40,000	-
Seabury Foundation	-	10,000
Steans Family Foundation	74,000	71,000
Susan Crown Exchange	7,500	-
Voqal Chicago	-	50,000
Woods Fund of Chicago	10,000	10,000
Anonymous	16,000	15,000
Individuals, each \$10,000 or more	190,000	220,103
Others under \$10,000 each (both years)	115,229	102,560
Total grants and contributions	1,006,229 \$	1,172,213

(Continued on the following page)

NOTE 10 - GRANTS AND CONTRIBUTIONS AND CONTRACT FEES AND AWARDS (continued)

Contract fees and awards:		06/30/2016		06/30/2015
After School Matters	\$	82,582	\$	72,341
Chicago Community Trust		32,500		-
Chicago Park District		74,984		-
Chicago Public Schools		15,000		9,999
Cities of Peace		4,575		18,300
City of Chicago, Dept. of Family and Support Services		-		17,804
DRW Trading College Prep		10,000		15,000
Foundation for Homan Square		-		9,000
Gary Comer College Prep and Middle Schools		4,000		15,995
Gary Comer Youth Center		35,884		43,077
Leadership of Greater Chicago		11,000		-
North Lawndale College Preparatory Charter High School		192,448		203,403
Peace Exchange		10,000		12,000
Snyder's Lance		-		10,000
Time Warner		-		10,000
Others under \$10,000 each, both years	_	118,309	_	79,247
Total	\$	591,282	\$	516,166

NOTE 11 - FUNDRAISING EVENTS, net of direct expenses

Revenues and expenses related to fundraising events held during the fiscal years ended June 30, 2016 and June 30, 2015 are as follows:

Revenues:		06/30/2016		06/30/2015
Ticket sales, raffle, and auction	\$	8,405	\$	12,481
Sponsorship and contributions (See Note 11-A)		88,569	_	95,480
Total revenues		96,974		107,961
Direct expenses:				
Catering, printing, and other		28,245	_	38,468
Revenues net of expenses	\$	68,729	\$	69,493
	_		_	

(Continued on the following page)

NOTE 11 - FUNDRAISING EVENTS, net of direct expenses (Continued)

Note 11-A - Sponsorship and contributions

The below-listed benefactors provided sponsorship and contribution support to fundraising events held by FSM during the fiscal years ended June 30, 2016 and June 30, 2015:

Fundraising Event Sponsorship and Contributions:		06/30/2016		06/30/2015
Ariel Investments, LLC	\$	-	\$	5,000
AbelCine		10,600		-
CineSpace		-		5,000
The Private Bank		-		5,000
Google, Inc.		5,000		5,000
Northern Trust Company		-		10,000
The Private Bank		5,000		-
William Blair & Company Foundation		5,000		5,000
Others under \$5,000 each (both years)	_	62,969	_	60,480
Total fundraising event sponsorship and contributions	\$	88,569	\$	95,480

NOTE 12 - FACILITY OCCUPANCY

FSM leases office space located at 1327 W. Washington, Chicago, Illinois under a lease agreement that commenced on January 9, 2012 and expired on July 31, 2015. Monthly rent under this agreement was \$835. Upon expiration of this lease agreement FSM continued renting this office space on a month-to-month basis at a monthly rent rate of \$835. Total rent expense under this agreement for the fiscal years ended June 30, 2016 and June 30, 2015 was \$10,020 and \$10,020, respectively.

In March, 2016 FSM entered into a five-year lease agreement for additional office space located at 906 S. Homan Ave., Chicago, Illinois. Monthly base rent for the entire five-year term of this agreement is \$4,791. An option to extend the agreement for an additional five years at an annual base rent of \$48,000 is also included in the agreement. Total rent expense under this agreement for the fiscal year ended June 30, 2016 was \$29,145.

Aggregate office space rent expense for the fiscal years ended June 30, 2016 and June 30, 2015 was \$39,165 and \$10,020, respectively.

FSM utilizes office space located within North Lawndale College Preparatory Charter High School (NLCPCHS) for program-related activities. Under a verbal agreement between NLCPCHS and FSM, FSM can use designated office space for no charge on a month-to-month basis. Since the value of this office space utilized by FSM cannot be objectively measured, the financial statements do not include a provision for the use of this office space.